

CORRECTED DEED NOTICE AND RESTRICTIONS

This Corrected Deed Notice and Restrictions is made as of the ____ day of ____, 2013, by the Estate of Mary Faye (Burke) Grisham with C.C. Grisham as Executor. Mr. C.C. Grisham's principal place of business is located at 1 Meriwether Pond, Harrison, AR 72601 (together with his/her/its/their successors and assigns, collectively "Owner").

1. **THE PROPERTY AND THE SITE.** The Estate of Mary Faye (Burke) Grisham with Mr. C.C. Grisham as Executor is the owner in fee simple of certain real property (the "Property") on the tax map of Boone County, Arkansas consisting of approximately 30.74 acres; the United State Environmental Protection Agency ("USEPA") Arkwood Superfund Site ("Site"), listed on the National Priorities List (NPL) on March 31, 1989, consisting of approximately 18.076 acres, is located within the Property as described in more detail in Section 3 herein and in Exhibit A (Figure I-3 "Site Location Map") and Exhibit B (Figure I-7 "General Site Features" Map), which are attached hereto and made a part hereof .
2. **EFFECT OF CORRECTED DEED NOTICE AND RESTRICTIONS.** This Corrected Deed Notice and Restrictions revises, amends and supersedes the Deed Notice executed and recorded (filed for record) by C.C. Grisham, Executor of the Estate of Mary Faye (Burke) Grisham, owner of the Property on August 30, 2010 in Boone County, Arkansas. (File No.10 00447) ("2010 Deed Restrictions"). The terms and conditions set forth herein as applicable to the Property and/or the Site replace those set forth in the 2010 Deed Restrictions.
3. **AFFECTED PROPERTY (THE SITE):** (Exhibit C) Part of the Northeast Quarter of the Southwest Quarter and part of the South Half of the Northwest Quarter and part of the Northwest Quarter of the Southeast Quarter of Section 27, Township 21 North, Range 21 West, Boone County, Arkansas, more particularly described to-wit: Commencing at a stone marking the Southeast corner of the Northeast Quarter of the Southwest Quarter of Said Section 27, thence North 86° 02' 53" West 946.17 feet, thence North 01° 28' 49" East 970.62 feet to the place of rejoining said point being located on northerly right-of-way of county road, thence with said northerly right-of-way North 31° 53' 10" West 492.77 feet, thence North 33° 15' 00" West 345.29 feet, thence North 29° 35' 17" West 345.49 feet, thence North 34° 06' 52" West 118.66 feet, thence North 39° 10' 31" West 92.00 feet, thence North 43° 16' 58" West 107.38 feet, thence leaving said northerly right-of-way North 42° 42' 38" East 2.83 feet to the southerly right-of-way of Missouri Pacific Railroad, thence with said southerly right-of-way South 47° 17' 22" East 49.77 feet, thence South 48° 16' 00" East 318.53, thence South 48° 19' 25" East 602.13 feet, thence South 49° 01' 52" East 95.36 feet, thence South 50° 04' 43" East 99.37 feet, thence South 51° 43' 07" East 98.58 feet, thence South 53° 45' 52" East 100.98 feet, thence South 55° 55' 22" East 103.00 feet, thence South 57° 46' 36" East 12.20 feet, thence South 32° 13' 24" West 135.00 feet, thence South 57° 46' 36" East 245.44 feet , thence North 32° 13' 24" East 106.15 feet to the North line of a deed dated February 22, 1961, and recorded in Deed Book 85, Pages 164-165 in the Circuit Clerk and ex-officio Recorder Office in and for Boone County, Arkansas, thence along said North line South 56° 29' 35" East 1004.34 feet, thence leaving said North line South 23° 30' 25" West 154.07 feet to the approximate toe of slope of hill side, thence with said approximate toe of slope South 48° 18' 45" West 47.44 feet ,thence South 80° 10' 42" West 100.89 feet, thence North 76° 14' 40" West 132.91 feet, thence North 68° 01' 53" West 282.88 feet, thence North 52° 56' 23" West 164.49 feet thence North 63° 51' 10" West 200.07 feet, thence South

29° 26' 53" West 116.89 feet, thence South 03° 41' 49" West 144.76 feet, to the northerly right-of-way of County Road, thence leaving said approximate toe of slope and following said northerly right-of-way of County Road North 46° 17' 18" West 70.92 feet, thence North 41° 56' 22" West 86.18 feet, thence North 36° 55' 21" West 86.29 feet, thence North 33° 04' 49" West 111.09 feet, thence North 31° 53' 10" West 289.85 feet to the place of beginning and containing 18.076 acres more or less and subject to existing easements and right-of ways.

[USEPA: PLEASE CLARIFY WHAT PROPERTY THIS SURVEY DESCRIPTION DESCRIBES. THESE METES AND BOUNDS ARE NOT CONSISTENT WITH THE PREVIOUS DEED NOTICE NOR CONSISTENT WITH THE PARCEL SURVEY DESCRIPTION OF 30.74 ACRES. WE ASSUME THAT THIS METES AND BOUNDS DESCRIPTION IS BASED ON AN ACCURATE SURVEY MAP ENCOMPASSING THE 18.076 ACRE "SITE" AS DEFINED IN THE CORRECTED CONSENT DECREE AND AS MORE PARTICULARLY DESCRIBED IN EXHIBIT A (FIGURE I-3 "SITE LOCATION MAP") AND EXHIBIT B (FIGURE I-7 "GENERAL SITE FEATURES" MAP) ATTACHED HERETO; HOWEVER, THIS HAS NOT BEEN VERIFIED. A SURVEY MAP SHOWING THESE METES AND BOUNDS BOUNDARIES OF THE "SITE" MUST BE ATTACHED AS AN ADDITIONAL EXHIBIT HERETO.]

4. AGENCY. The USEPA is the agency responsible for overseeing the investigation and remediation of the Site under the Comprehensive Environmental Response, Compensation, and Liability Act of 1980 ("CERCLA") program.
5. SOIL REMEDIATION. Under the direction of the USEPA, soil remediation activities, including soil excavation, off-Site removal of certain materials and capping of the Site, were completed on December 1, 1995 with a final inspection performed by the USEPA and Arkansas Department of Pollution Control and Ecology ("ADPCE") on December 13, 1995. As defined by the 1990 Record of Decision ("ROD") for the Site, soil cleanup levels were established at industrial levels, specifically, 300 mg/kg pentachlorophenol ("PCP"), 20 ug/kg dioxin ("2,3,7,8-TCDD") and 6.0 mg/kg carcinogenic polynuclear aromatic hydrocarbons ("Benzo(a)pyrene").
6. RESIDUAL SOIL CONTAMINATION. Pursuant to the ROD, soil contamination remains at the Site in concentrations that do not allow for unlimited use and unrestricted exposures at the Site. Notice and warning of the residual contamination on the Site is necessary to prevent any inappropriate land uses (i.e. non-industrial) and any disturbance of the residual soil contamination and engineering controls described in paragraph 8 below and to protect any future Site visitors.
7. GROUNDWATER CONTAMINATION. Under the direction of EPA, treatment of PCP in water emanating from downgradient of the Site was implemented in 1997. Groundwater extraction or use on the Site, except for approved investigation, monitoring or remediation purposes, should be prohibited to prevent contact with and ingestion of potentially impacted water.
8. ENGINEERING CONTROLS. In compliance with the Corrected Consent Decree entered on September 24, 1992 and the ROD and due to the presence of residual contaminants on the Site, McKesson Corporation, acting on behalf of Mass Merchandisers Inc. ("MMI"), the responsible party under the Corrected Consent Decree, with respect to MMI's obligations under the Corrected Consent Decree, has implemented,, and is providing routine inspection and maintenance of, certain engineering controls on Site, including: i) a secure fence around

the accessible areas of the Site; ii) a topsoil and grass cover cap over part of the Site (“Capped Area”--see attached Fig. 4); and iii) a storm water control system. The Owner shall be responsible for inspecting and maintaining the engineering controls and maintaining the integrity of the remedial actions at such time as McKesson Corporation is determined by USEPA to have completed the remedial action to the satisfaction of the US EPA.

9. **ALTERATIONS, IMPROVEMENTS, EXCAVATIONS, AND DISTURBANCES.** No person shall make, or allow to be made, any alteration, improvement, excavations or disturbance in, to, or about the Site, which disturbs, interferes with, or adversely affects the integrity or protectiveness of the remedial action or the operation and maintenance of any remedial action component, including but not limited to any residual soil contamination or any engineering control at the Site, without first obtaining the express written consent of the US EPA, with a minimum of 30 days advance written notice to the Arkansas Department of Environmental Quality (ADEQ) and McKesson Corporation, including submission of detailed design drawings reflecting the work proposed and how it will impact any Site engineering controls and/or residual soil contamination. Any repairs to the Site engineering controls or other response actions required as a result of any Site disturbances conducted by a party other than McKesson shall be the responsibility of Owner, whether USEPA consents to the activity or not. Any and all persons who come on the Site to perform any work covered by this paragraph shall be provided with a copy of this Corrected Deed Notice and Restrictions by the Owner as a warning of the residual on-Site risks, liabilities and obligations. Nothing herein shall constitute a waiver of the obligation of any person to comply with all applicable laws and regulations, including, without limitation the applicable rules of the Occupational Safety and Health Administration (OSHA). This section survives any deletion of the Site from the National Priorities List.
10. **FUTURE LAND USE.** This Corrected Deed Notice and Restrictions is being recorded on the title to the Property, in part, to ensure that any future use of the Site is limited to industrial use. Residential or commercial uses shall be prohibited.
11. **LAND USE RESTRICTIONS.** Use of the Site by any and all persons is subject to the following land use restrictions:
 - i. No alteration, improvement, excavations or disturbance in, to, or about the Site, which disturbs any residual soil contamination or any engineering control, without full compliance with the terms of Section 9 above; .
 - ii. No activities causing soil erosion and/or disrupting the integrity of the Capped Area or disturbing the residual soil contamination;
 - iii. No extraction or use, for any purpose, of the ground water under the Site, except for investigation, monitoring or remediation.
 - iv. No activities affecting the integrity of any current or future remedial or monitoring system such as ground water monitoring wells and/or impermeable reactive barriers.
 - v. No development or use of the Site for residential, commercial or any other non-industrial use.
12. **INSPECTION AND MAINTENANCE OF ENGINEERING CONTROLS, AND PROTECTIVENESS CERTIFICATION.** When the remediation is completed by McKesson or its successors in accordance with the ROD to the satisfaction of the USEPA, the Owner shall be responsible for ensuring compliance with the Land Use Restrictions, inspecting and maintaining all engineering controls and certifying to USEPA on a bi-annual basis that the remedial action of which each engineering control is a part remains protective of human health and the environment. All subsequent owners have this obligation during their

ownership. The specific obligations to monitor compliance with each Land Use Restriction and to inspect and maintain the engineering controls shall include the following:

- i. Monitor compliance of each Land Use Restriction in Section 11 above and inspect and maintain each engineering control specified in Section 8 above to ensure that the remedy continues to be protective of the public health and safety and of the environment;
 - ii. With the approval of EPA, implement any actions that are necessary to correct, mitigate, or abate each problem related to the protectiveness of the remedial action for the Site;
 - iii. Certify in writing to the USEPA, with notice to ADEQ and McKesson, the continued protectiveness on January 15 biannually for at least 30 years following the completion of remediation in accordance with the ROD and to the satisfaction of USEPA. Such certifications required under the Corrected Deed Notice and Restrictions shall commence on January 15 of the first year after USEPA's certification of completion of Site remediation;
 - iv. Continue to monitor compliance with the Land Use Restrictions in Section 11 above and ensure that the remedial actions and engineering controls are maintained after the Site is delisted, as the Land Use Restrictions and engineering controls survive delisting.
13. ACCESS. USEPA, ADEQ and their agents and representatives shall have full access to the Property at all times to inspect and evaluate the continued protectiveness of the remedial action or for other purposes authorized under Arkansas law, including compliance with this Corrected Deed Notice and Restrictions.
14. NOTICES. The Owner and subsequent owners shall cause all leases, grants, and other written transfers of an interest in the Property to contain a provision expressly requiring all holders thereof to take the Property subject to the restrictions contained herein and to comply fully with the requirements in this Corrected Deed Notice and Restrictions. Nothing contained in this paragraph shall be construed as limiting any obligation of any person to provide any notifications required by any law, regulation, or order of any governmental authority.
- i. The Owner and any subsequent owners shall provide written notice to the USEPA, ADEQ and McKesson at least 30 calendar days before the effective date of any conveyance, grant, gift, or other transfer, in whole or in part, of the Owner's interest in the Property.

The Owner and any subsequent Owners shall submit written notice under i above and any other section herein where notice is required to:

Superfund Division, Remedial Branch
U.S. Environmental Protection Agency, Region 6
1445 Ross Avenue, Suite 1200
Dallas, TX 75202

AND

Arkansas Department of Environmental Quality
Chief, Hazardous Waste Division
5301 Northshore Drive
North Little Rock, AR 72118

AND

McKesson Corporation
Real Estate Department
One Post Street, 34th Floor
San Francisco, CA 94104

15. **ENFORCEMENT OF VIOLATIONS.** This Corrected Deed Notice and Restrictions is intended, in part, to provide notice that future use of the Site is restricted to industrial use, to provide a warning of the risks associated with the residual on-Site contamination, and to protect the integrity of the Site engineering controls and prevent exposure to residual soil contamination. The restrictions provided herein are enforceable by USEPA and/or ADEQ against any person who violates this Corrected Deed Notice and Restrictions. To enforce violations of this Corrected Deed Notice and Restrictions, USEPA and/or ADEQ may initiate one or more enforcement actions and require additional remediation, and assess damages.
16. **SUCCESSORS AND ASSIGNS.** This Correction Deed Notice and Restrictions shall be binding upon Owner and upon Owner's successors and assigns, and subsequent owners, lessees and operators while each is an owner, lessee, or operator of the Property.
17. **MODIFICATION AND TERMINATION.**
- i. Any person may request in writing, at any time, that the USEPA, with notice to ADEQ and McKesson, modify or terminate this Corrected Deed Notice and Restrictions where performance of subsequent remedial actions, a change of conditions at the Site, or adoption of revised remediation standards suggest that modification of the Corrected Deed Notice and Restrictions would be appropriate.
 - ii. This Corrected Deed Notice and Restrictions may be revised or terminated only upon filing of an instrument, approved by the USEPA, in the office of the Circuit Clerk, 200 Courthouse, Ste. 203, 100 N. Main Street, Harrison, Boone County, Arkansas, 72601 expressly modifying or terminating this Corrected Deed Notice and Restrictions.

10. SIGNATURES. IN WITNESS WHEREOF, Owner has executed this Corrected Deed Notice and Restrictions as of the date first written above.

Estate of Mary Faye (Burke) Grisham with C.C. Grisham as Executor

C.C. Grisham, Executor

Signature

STATE OF ARKANSAS

SS.:

COUNTY OF BOONE

I certify that on ____ day of _____, 2013, C.C. Grisham personally came before me, and this person acknowledged under oath, to my satisfaction, that:

(a) This person is the Executor of the Estate of Mary Faye (Burke) Grisham, the Owner named in this document; and

(b) This person signed this proof to attest to the truth of these facts.

Signature

C.C. Grisham, Executor for the Estate of Mary Faye (Burke) Grisham

Signed and sworn before me on ____ day of _____, 2013

_____, Notary Public

[Print name and title]